ARTEMIS ADR MARKETPLACE LIMITED

(Formerly known as Jetmall Spices and Masala Limited)

Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

Tel: *+919988882158* ***Email****: regulatorycompliance@artemisadr.com* ***Website****: artemisadr.com*

CIN*: L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

Date: November 13, 2026

To,
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip Code No. 543286

ISIN: INE0D9X01018

Dear Sir/Ma'am,

Sub: Postal Ballot Notice – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please find enclosed herewith the Postal Ballot Notice along with the Explanatory Statement ("Notice") dated November 13, 2026, pursuant to applicable provisions of the Companies Act, 2013 read with the Listing Regulations, seeking approval of the Members of the Company by way of remote electronic voting ("e-voting") in respect of the special business as set out in the Postal Ballot Notice, as dispatched today i.e. November 13, 2026 to Shareholders through electronic mode.

The Board of Directors at its meeting held on November 13, 2026, had inter-alia approved the Postal Ballot Notice for seeking approval of members of the Company on Resolution as set out in the said Postal Ballot Notice. The Company shall seek approval of the Members of the Company by way of Postal Ballot (Remote E-Voting only) for the following special business:

Particulars Type of Resolution	**Particulars Type of Resolution**
Taking on record the software development and implementation services agreement with a related party and approval for continuing performance	Ordinary Resolution
Approval for variation in the objects relating to utilisation of funds from the preferntial issue of convertible warrant	Special Resolution

In accordance with the applicable circulars of Ministry of Corporate Affairs ("MCA Circulars") and provisions of Listing Regulations, the aforesaid Notice is being sent only in electronic form to Members whose email addresses are registered with the Company's Registrar and Share Transfer Agent ("RTA") or respective Depository Participants and whose names are recorded in the Register of Members / Beneficial Owners as on the cut-off date i.e. Friday, 06 November, 2026.

The Company has availed remote e-voting facility from Central Depository Services (India) Limited (CDSL) and below is the calendar of the events for remote e-voting:

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Date and time of commencement of voting through electronic means	Saturday, November 14, 2026, 9:00 a.m. (IST)
Date and time of end of voting through electronic means	Sunday, December 13, 2026, at 5:00 p.m. (IST)
Date of declaration of voting results	Tuesday December 15, 2026, on or before 5:00 p.m. (IST)

Please note that communication of assent or dissent of the Members would only take place through the remote e-voting system. The instructions for remote e-voting are detailed in the Notice.

This Postal Ballot Notice will also be available on the Company's website at https://artemisadr.com/public-notices and the website of Stock Exchanges i.e. BSE Limited and on the website of CDSL. Please take on record the above information.

Thanking you,

For and on behalf of
Artemis ADR Marketplace Limited
(Formerly known as Jetmall Spices and Masala Limited)

Nitin Gupta

Digitally signed by Nitin Gupta
Date: 2026.11.13 19:09:23 +05'30'

Nitin Gupta
Chief Financial Officer

Encl.: as above

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CIN*: L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

Dear Members,

To the Members of the Company,

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Artemis ADR Marketplace Limited (Formerly known as Jetmall Spices and Masala Limited ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 ("the Act"), Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is attached

SPECIAL BUSINESS

ITEM NO 1: TAKING ON RECORD THE SOFTWARE DEVELOPMENT AND IMPLEMENTATION SERVICES AGREEMENT WITH A RELATED PARTY AND APPROVAL FOR CONTINUING PERFORMANCE

The members are apprised that the Company has entered into related party transaction by execution of Software Development and Implementation Services Agreement, for the development, implementation and provision of software-related services.

To consider and, if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to Sections 102, 110, 177, 184, 188 and other applicable provisions of the Companies Act, 2013, the Companies (Meetings of Board and its Powers) Rules, 2014, the Companies (Management and Administration) Rules, 2014, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including Regulation 23 where applicable), and the Company's policy on related-party transactions, the Members hereby take note of the Software Development and Implementation Services Agreement already executed between Artemis ADR Marketplace Limited (the Company) and Jupitice Justice Technologies Private Limited (the Service Provider; for an agreed basic consideration not exceeding ₹24,60,00,000 (Rupees Twenty-four Crore Sixty Lakh only), plus applicable GST, as more particularly described in the Explanatory Statement, without prejudice to the legality and approval requirements of any act undertaken before this resolution."

"RESOLVED FURTHER THAT to the extent a shareholders' resolution is applicable and required under Section 188(1), Rule 15 or any other applicable provision, consent of the Members is hereby accorded for the prospective continuation and implementation of the aforesaid Agreement in relation to services, deliverables, milestones and related payments becoming due for performance undertaken on or after the effective date of this resolution, within the foregoing aggregate contractual ceiling, subject always to valid Board and Audit Committee approvals where applicable, proper disclosure of interests, independent commercial and arm's-length review, applicable voting restrictions and any necessary stock-exchange or regulatory compliance."

"RESOLVED FURTHER THAT this resolution constitutes a record of the existing Agreement and, to the extent permitted by law, an approval of prospective performance only. It shall not be construed as an unconditional retrospective ratification of the Agreement, its prior execution, any past related-party transaction, payment or accounting treatment, or any past deficiency in approval, disclosure or pricing. The Board shall separately assess any historical transaction requiring regularization or other lawful action, including the limited availability and conditions of ratification under Section 188(3), and compliance with Section 177, and shall take suitable advice and action without representing this vote as a cure of any such deficiency."

"RESOLVED FURTHER THAT the Board, acting through disinterested directors and with Audit Committee review where applicable, is authorised to supervise delivery, evaluate milestones and pricing, verify statutory taxes and input-credit eligibility, and approve only such payments and consequential documents as are consistent with this resolution and the contractual and statutory limits; any material expansion of scope, monetary ceiling, tenure or related-party arrangement requiring further approval shall be placed before the competent authority before commitment."

"RESOLVED FURTHER THAT the Director(s) and Key Managerial Personnel(s) of the Company be and are hereby severally authorized to take all such steps as may be necessary for obtaining necessary statutory, contractual or any other approvals, in relation to the above and to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

ITEM NO 2: APPROVAL FOR PROSPECTIVE REALLOCATION/ VARIATION IN THE OBJECTS RELATING TO UNUTILISED PREFERENTIAL WARRANT PROCEEDS

To consider and if thought fit, to pass with or without modification(s) the following Resolutions as a **SPECIAL RESOLUTION:**

Original Objects -<u>Purpose of Fund Utilisation</u>

The proposed utilisation will enable:

- Working capital for ADR and Related Services (Salaries and Other Day-to-Day Expenses)
- Sales and Marketing Activities
- Investment/Capex in Technology development activities

(Rs. In Crores)

S. NO.	PARTICULARS	AMOUNT	Tentative Time Period up to which the amount shall be utilised
1	To Meet Working Capital Requirement	6.12	Within 24 Months from receipt of funds for the share Warrants (as Set out Herein)
2	Sales & Marketing Activities	11	
3	Investment/Capex in Technology development activities.	9.50	
	TOTAL	26.62	
	General Corporate Purpose*	8.86	
	Total	**35.48**	

"RESOLVED THAT pursuant to Sections 102 and 110 and other applicable provisions of the Companies Act, 2013, the Companies (Management and Administration) Rules, 2014, applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, Regulations 30 and 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, and subject to any requisite approvals or clarifications from authorities, consent of the members is hereby accorded to the prospective revision of the allocation of the unutilised proceeds received and proceeds that may be received on exercise of the convertible warrants allotted to Bridge India Fund pursuant to the preferential issue approved by the members and to the in-principle approval of BSE Limited dated 23 January 2026 (reference LOD/PREF/TT/FIP/1580/2025-26), without changing the number, issue price, conversion terms, tenure or rights of those warrants."

"**RESOLVED FURTHER THAT** the revised aggregate allocation, for the full issue consideration of ₹35,48,88,000, shall be as follows, with historical utilization remaining recorded against the original eligible objects:

Object of utilization	Revised total allocation
Investment/ Capex in Technology development activities, inclusive of past utilization of ₹9,44,99,999.97	₹24,60,00,000.00
Working capital for ADR and related services, inclusive of past utilization of ₹4,10,05,328.27	₹6,50,00,000.00
Sales, marketing and partner or participant onboarding for ADR marketplace and related services	₹1,50,00,000.00
General Corporate Purpose	₹2,88,88,000.00
Total	₹35,48,88,000.00

"RESOLVED FURTHER THAT the above amounts represent cumulative maximum allocations of preferential-issue proceeds to the stated categories, including sums already utilized as reported. Of the working-capital allocation of ₹6,50,00,000, a sum of ₹4,10,05,328.27 has already been reported as utilised as at 30 September 2026 and the balance of ₹2,39,94,671.73 is available for prospective utilisation, subject to funds actually received. No reclassification of historical expenditure is authorised by this resolution. Any further expenditure under the revised allocation shall be made only out of issue proceeds actually received, after the effective date of shareholder approval and after satisfaction of applicable approvals and contract requirements."

"RESOLVED FURTHER THAT the technology allocation is authorised for the ADR marketplace and digital ADR practice platform, including product engineering, configuration and implementation, guided online processes, automation, accessibility, secure identity and consent processes, case and participant management, communications, payment and records capabilities, suitable AI-assisted functions with appropriate human oversight, integrations, data protection, cyber security, testing, cloud or other hosting infrastructure, deployment and implementation support, and directly related expenditure, in each case to the extent within the objects of the Company and permitted by applicable laws."

"RESOLVED FURTHER THAT the Board shall maintain a category-wise ledger of receipts, past and future utilisation, commitments, tax treatment and unspent balances; reconcile utilisation with the prior disclosures and the audited records; place the applicable statement of deviation or variation before the Audit Committee for review; and submit disclosures and explanations to BSE Limited and other authorities within the prescribed periods under Regulation 32 and other applicable requirements."

"**RESOLVED FURTHER THAT** the Board of Directors, including a duly authorised Committee or authorised officer, is empowered to implement the revised allocation, subject to the precise approved amounts, to make necessary regulatory filings and disclosures, and to take incidental steps to give effect to this resolution, provided that any further material change in the objects or allocation will be submitted for appropriate approvals and disclosures before implementation.

"FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to make necessary disclosures to the stock exchanges, including disclosures under Regulation 30 and Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and to take all necessary steps for reporting and implementing the aforesaid variation in accordance with applicable law."

"FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things, as it may, in its absolut1 discretion, deem necessary or desirable or expedient, including filing of necessary forms, returns, documents and disclosures with the Registrar of Companies, stock exchanges, depositories and other authorities, as may be required under applicable law."

"FURTHER RESOLVED THAT the Board of Directors be and hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any committee of directors, director, key managerial personnel, or

officer(s) of the Company as it may consider appropriate in order to give effect to this resolution.

"FURTHER RESOLVED THAT any Director or Company Secretary of the Company be and are hereby severally authorized to take such steps and do all acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution."

By Order of the Board
For ARTEMIS ADR MARKETPLACE LIMITED
(Formerly Known as JETMALL SPICES AND MASALA LIMITED)

Sd/-
Mr. Harpreet Singh
Director
DIN-06525946

Date: November 13, 2026
Place: Chandigarh

Notes:

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is attached.

2. In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the shareholders to exercise their votes electronically and vote on the resolutions through the e-voting service facility provided by Central Depository Services (India) Limited (CDSL). The instructions for e-voting are provided as part of this Postal Ballot Notice.

3. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register of members / register of beneficial owners as on Friday, November 06, 2026 (**"Cut-Off Date"**) and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.

4. The Postal Ballot Notice containing the process and instructions is being sent to all the Members, whose names appear in the Register of Members / list of beneficial owners as received from National Securities Depository Limited ('NSDL') / Central Depository Services (India) Limited ('CDSL') on Friday, November 06, 2026.

5. Members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, November 06, 2026, will be considered for the purpose of voting. A person who is not a Member as on Friday, November 06, 2026, i.e. the 'cut-off date for reckoning voting rights should treat this Notice for information purpose only.

6. Members may note that the Postal Ballot Notice will be available on the Company's website https://artemisadr.com/, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of CDSL at www.evotingindia.com.

7. The Company has appointed CS Nishant Jain (CP No. 27747), Practicing Company Secretary as Scrutinizer for conducting the Postal Ballot voting process in accordance with the law and in a fair and transparent manner.

8. Members may vote on the postal ballot from Saturday, November 14, 2026 to Sunday, December 13, 2026.

9. In terms of the requirements of SEBI Circular, the e-voting period begins at 9.00 A.M. (IST) on Saturday, November 14, 2026 and ends at 5.00 P.M. (IST) on Sunday, December 13, 2026, for being considered, failing which it will be taken that no response has been received from the shareholder

10. Pursuant to SEBI Circular, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

11. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
12. The Scrutiniser will submit his report to the Chairman of the Board Meeting after the completion of scrutiny, and the result of the voting by postal ballot through the e-voting process will be announced by the Chairman or any Director of the Company duly authorised, on or before Tuesday, December 15, 2026 and shall be submitted with BSE Limited where the shares of the Company are presently listed. Additionally, the results will also be uploaded on the Company's website at https://artemisadr.com and on website of CDSL at www.evotingindia.com.

13. The Resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same has been passed at a General Meeting of the Members. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for remote evoting, i.e. Sunday, 13 December 2026.

14. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday,

November 06, 2026. Members can vote for their entire voting rights as per their discretion.

15. The relevant documents referred to in the Notice will be available, electronically, for inspection by the Members without any fees by the Members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an e-mail to regulatorycompliance@artemisadr.com

16. In case of Shareholders holding securities in demat mode and who became a member of the Company after sending of the Notice and hold share(s) as of the cut-off date may follow steps mentioned below under 'Login method for e-Voting for Individual shareholders holding securities in demat mode.'

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 9.00 A.M. (IST) on Saturaday, November 14, 2026 and ends at 5.00 P.M. (IST) on Sunday, December 13, 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, November 06, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service

	provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they

have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; jetmallltd@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company at regulatorycompliance@artemisadr.com** and RTA **email id kandhimathi@cameoindia.com**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.
1800 21 09911

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 FORMING PART OF THE NOTICE

ITEM NO. 1

The Company has entered into a Software Development and Implementation Services Agreement with Jupitice Justice Technologies Private Limited (hereinafter referred to as the "Service Provider") for the development, implementation and provision of software-related services.

Jupitice Justice Technologies Private Limited is a Related Party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 ("the Act") and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"). Accordingly, the aforesaid arrangement constitutes a Related Party Transaction ("RPT") and is required to be undertaken in compliance with the applicable provisions of the Act, rules made thereunder and SEBI LODR Regulations.

The aforesaid Agreement sets out the scope and nature of services to be provided by the Service Provider, the respective obligations of the parties, commercial terms, consideration payable and other terms and conditions governing the engagement.

The Agreement concerns software development, implementation and associated technical services for the Company's ADR marketplace and digital ADR practice platform. The Company intends to develop integrated, accessible and guided user journeys for ADR institutions, professionals, parties and case administrators, with automated administrative functions, secure case management, communications, payments, records, privacy and cyber-security controls and the ability to scale the platform to additional markets, subject to applicable law and contractual milestones. The principal business purpose remains the same. The continuing programme is intended to improve platform quality and implementation effectiveness.

The Board of Directors of the Company, after considering the nature and scope of the services, commercial terms and business requirements of the Company, had considered and approved the execution of the aforesaid Agreement. Accordingly, the Agreement has been executed between the Company and the Service Provider.

The proposed arrangement is intended to enable the Company to avail the requisite software development and implementation services, technical expertise and related support for its business operations and activities. The Board considers that the arrangement is in the interest of the Company and would facilitate the development and implementation of software-related solutions required for the Company's business.

The members may note that the transaction is being placed before them for approval/ratification in accordance with the applicable provisions of the Companies Act, 2013.

MATERIAL PARTICULARS OF THE RELATED PARTY TRANSACTION

The material particulars of the Agreement are as follows:

1. Name of the Related Party: Jupitice Justice Technologies Private Limited.
2. Nature of Relationship: Jupitice Justice Technologies Private Limited is a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 and the applicable provisions of Regulation 2(1)(zb) of the SEBI LODR Regulations.
3. Nature of Contract: Software Development and Implementation Services Agreement.
4. Nature, Material Terms and Particulars of the Arrangement: Development, implementation and provision of software-related services, together with the respective rights and obligations of the parties as set out in the Agreement.
5. Monetary Value of the Transaction: ₹ 24,60,00,000 (Rupees Twenty Four Core Sixty Lakh only), being the aggregate consideration payable/payable or estimated to be payable under the Agreement, subject to the terms and conditions contained therein.
6. Tenure of the Agreement: 18 months.

7. Commercial Terms and Payment Terms: As mutually agreed between the Company and the Service Provider and as specified in the Agreement.

8. Any other relevant information: The Agreement contains the detailed scope of services, commercial terms, payment terms and other conditions mutually agreed between the parties.

The details as required in accordance with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

S. No	Particulars	Details of transaction
1.	Name of the related party	M/s. Jupitice Justice Technologies Private Limited (related party)
2.	Name of the director or key managerial personnel who is related, if any	Not Applicable
3.	Nature of relationship	Common promoter- Raman Aggarwal, Shrey Aggarwal, Anju Aggarwal
	Nature, material terms, monetary value and particulars of the contract or arrangements	The Company has entered into a Software Development and Implementation Services Agreement with Jupitice Justice Technologies Private Limited for the development, implementation and provision of software-related services. The material terms, scope of services, obligations of the parties, commercial terms and payment conditions are as contained in the Agreement. The aggregate monetary value of the transaction is ₹ 24.60 Cr.
	Any other information relevant or important for the members to take a decision on the proposed resolution.	All relevant information is mentioned in the explanatory statement pursuant to Section 102(1) of the Act, forming part of this Notice.

Other details of the transactions, pursuant to the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021, are given hereunder:

1.	Summary of information as provided by the management of the Company to audit committee	Jupitice Justice Technologies Private Limited will undertake contractormanaged end-to-end delivery of the defined ADR marketplace platform, including foundation/configuration, ADR formation and processes, records and payments, privacy and AI controls, marketplace/offices, integrations, testing, deployment, training and handover. The reference programme is 1 April 2026 to 30 September 2027, subject to validation of the actual opening position and remaining-work plan. Warranty- 12 months after actual final acceptance; first 90 days are stabilisation. No deferred functionality. Value of the proposed transaction: upto an amount not exceeding 24,60,00,000 (Rupees Twenty Four Core Sixty Lakh only)."

2.	Justification for why the proposed transaction is in the interest of the Company	The proposed transaction is considered to be in the interest of the Company as it will facilitate the development, implementation and operationalisation of an integrated ADR Marketplace Platform through a single, end-to-end contractual arrangement with Jupitice Justice Technologies Private Limited. The engagement encompasses the complete scope of services, including platform configuration, ADR formation and processes, records and payment management, privacy and AI controls, marketplace and office management, integrations, testing, deployment, training and final handover. The proposed arrangement is expected to enable the Company to establish a comprehensive technology infrastructure for its ADR marketplace business, ensure coordinated execution of various technical and operational components, minimise implementation gaps and facilitate timely delivery through a clearly defined scope of work and contractual responsibilities.
3.	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under point4(f) above; (The requirement of disclosing source of funds and cost of funds shall not be applicable to listed banks/NBFCs.)	Not Applicable
3.	statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable
4.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis;	-
5.	Any other information that may be relevant.	All relevant information is mentioned in the explanatory statement pursuant to Section 102(1) of the Act, forming part of this Notice.

The proposed counterparty is considered a related party of the Company on account of a common promoter. The relationship arises solely due to the common promoter, and no Director or Key Managerial Personnel of the Company, or their respective relatives, is related to the counterparty.

The Company has listed its specified securities on the BSE SME platform and is presently exempt from compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pursuant to Regulation 15(2)(b) thereof.

None of the Directors/Key Managerial Personnel of the Company/ their relatives is in any way concerned or interested financially or otherwise, in the Resolution as set out at Item No.1 of the Notice.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolutions under this Item No. 1

The Board recommends the Ordinary Resolution set out at Item No.1 for the approval of the Members

ITEM NO. 2

The Company allotted 98,58,000 convertible warrants to Bridge India Fund on 6 February 2026. The issue is for up to ₹35,48,88,000, based on the issue of warrants convertible into an equal number of equity shares at not less than ₹36 per share, pursuant to BSE Limited's in-principle approval of 23 January 2026. The Company's reported receipt towards the issue was ₹26,61,60,000 as at the statement for the half-year ended 30 September 2026. The remaining ₹8,87,28,000 is an arithmetic balance of the total issue consideration and the stated receipts, and is not represented as money presently available. The further amount is dependent on exercise, payment and compliance with the warrant terms and applicable law.

The original disclosure specified working capital for ADR and related services, sales and marketing activities, and investment or capital expenditure in technology development. The original statement of proposed utilisation covered ₹26,61,60,000 received or expected in the initial tranche: ₹6,11,60,000 for working capital, ₹11,00,00,000 for marketing and ₹9,50,00,000 for technology. The previous notice also referred to a general corporate purpose allocation in relation to the remaining issue consideration, subject to the original filed documents.

The Company intends to operate an ADR marketplace and digital ADR practice platform for ADR institutions, independent neutrals, case administrators, businesses and other users. As implementation progresses, the Company considers it necessary to strengthen the technology platform to meet contemporary expectations for guided and accessible service journeys, simpler interfaces, more automated administrative work, reliable end-to-end case handling and the ability to serve users across different jurisdictions. The revised programme is intended to support a consistent digital experience, stronger controls, scalable deployment and an internationally usable platform. The business objects of ADR and related services remain the same; the relative budget priorities are proposed to change.

The Company has disclosed a software development and implementation agreement with the related-party service provider named in Item No. 2 for an agreed basic consideration of ₹24.60 crore . Accordingly, historical payments forming part of the contract, recoverable GST input tax credits, the milestones actually falling due and separately available lawful funding must be reconciled. Item No. 2 does not enlarge or substitute the approvals applicable to that related-party contract.

According to the Company's statement on deviation or variation for the half-year ended 30 September 2026, the following amounts had been utilised. The Board proposes the revised full-issue ceiling shown in the final column. These are cumulative allocations for the issue and are not new amounts to be spent in addition to historic expenditure.

Category	Originally specified for initial tranche	Utilised to 30 Sep 2026	Revised allocation for full issue	Future allocation
Working capital	₹6,12,00,000.00	₹4,10,05,328.27	₹6,50,00,000.00	₹2,39,94,671.73
Sales and marketing	₹11,00,00,000.00	Nil	₹1,50,00,000.00	₹1,50,00,000.00
Technology development	₹9,50,00,000.00	₹9,44,99,999.97	₹24,60,00,000.00	₹15,15,00,000.03
General Corporate Purpose	₹8,86,88,000.00	Nil	₹2,88,88,000.00	₹2,88,88,000.00
Total shown in first three categories	₹35,48,88,000.00	₹13,55,05,328.24	₹35,48,88,000.00	₹21,93,82,671.76

The original allocation column is the earlier schedule for the initial reported tranche, while the revised allocation covers

the full ₹35,48,88,000 issue. The ₹21,93,82,671.76 shown as future allocation consists of ₹13,55,05,328.24 of unutilised reported receipts and ₹8,87,28,000 of further contingent receipts.

The technology allocation will support platform engineering and deployment under the Company's approved technical programme, including the contracted scope and related eligible expenditure. The Company expects to implement the principal platform programme through September 2027, subject to contract milestones, technical validation, availability of funds and any applicable original utilisation deadline. The Board will not transfer funds between the approved categories merely on the basis of this general implementation authority. Any budget difference involving funding outside the issue will be borne out of separately available lawful resources and will not be charged to warrant proceeds without approval.

Implementation may be affected by technology changes, integration dependencies, software security, data protection, local regulatory requirements in international markets, delivery performance, GST or tax treatment and the timing or non-receipt of remaining warrant consideration. The related-party nature of the technology agreement calls for independent scrutiny of pricing, milestones, acceptance, conflicts, commercial terms and compliance with applicable corporate approvals. The Board and Audit Committee will review spending against approved heads; preserve contracts, invoices, bank trails and implementation evidence; and ensure required public disclosures are made.

The resolution seeks prospective shareholder authority to revise the allocation of remaining and contingent issue proceeds. It does not alter the warrant subscription or conversion terms, authorise retrospective reclassification or cure any past regulatory non-compliance. Section 27 of the Companies Act, 2013 addresses a change in objects stated in a public prospectus and is not relied upon as a source of retrospective ratification for this preferential issue. Subject to the resolution and applicable law, future use will be recorded against the revised approved categories, and any deviations or changes will be disclosed as required under Regulation 32 of the SEBI LODR Regulations.

The Board recommends the Special Resolution set out at Item No. 2 of the accompanying Notice for approval by the members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

By Order of the Board
For ARTEMIS ADR MARKETPLACE LIMITED
(Formerly Known as JETMALL SPICES AND MASALA LIMITED)

Sd/-
Mr. Harpreet Singh
Director
DIN-06525946

Date: November 13, 2026
Place: Chandigarh